

WILMER CUTLER PICKERING
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In re:

SUNEDISON, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 16-10992 (SMB)

(Joint Administration Pending)

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that Wilmer Cutler Pickering Hale and Dorr LLP hereby enters its appearance as counsel to Wilmington Trust, National Association, (“Wilmington Trust”) solely in its capacity as (a) Trustee under that certain indenture dated as of January 11, 2016 for certain 5% Guaranteed Convertible Senior Secured Notes due 2018 issued by SunEdison, Inc., and (b) Collateral Trustee under, *inter alia*, that certain Collateral Trust

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number are as follows: SunEdison, Inc. (5767); SunEdison DG, LLC (N/A); SUNE Wind Holdings, Inc. (2144); SUNE Hawaii Solar Holdings, LLC (0994); First Wind Solar Portfolio, LLC (5014); First Wind California Holdings, LLC (7697); SunEdison Holdings Corporation (8669); SunEdison Utility Holdings, Inc. (6443); SunEdison International, Inc. (4551); SUNE ML 1, LLC (3132); MEMC Pasadena, Inc. (5238); Solaicx (1969); SunEdison Contracting, LLC (3819); NVT, LLC (5370); NVT Licenses, LLC (5445); Team-Solar, Inc. (7782); SunEdison Canada, LLC (6287); Enflex Corporation (5515); Fotowatio Renewable Ventures, Inc. (1788); Silver Ridge Power Holdings, LLC (5886); SunEdison International, LLC (1567); Sun Edison LLC (1450); SunEdison Products Singapore Pte. Ltd. (7373); SunEdison Residential Services, LLC (5787); PVT Solar, Inc. (3308); SEV Merger Sub Inc. (N/A). The address of the Debtors’ corporate headquarters is 13736 Riverport Dr., Maryland Heights, Missouri 63043.

Agreement dated as of January 11, 2016 relating to that certain Second Lien Credit Agreement dated as of January 11, 2016 under which SunEdison, Inc. is the borrower, pursuant to Rules 2002, 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and sections 102(1), 342 and 1109(b) of title 11 of the United States Code (the “Bankruptcy Code”), and requests that copies of all notices given or required to be given in the above-captioned chapter 11 cases (collectively, the “Chapter 11 Cases”), and all papers served or required to be served in the Chapter 11 Cases, be given and served upon:

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PLEASE TAKE FURTHER NOTICE that the foregoing demand is not only for the notices and papers referred to in the sections of the Bankruptcy Code and the Bankruptcy Rules specified above, but also includes, without limitation, any and all orders and notices of any application, motion, petition, complaint, demand, request or other pleading in the Chapter 11 Cases, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, delivery, telephone, electronically or otherwise filed with or delivered to the Bankruptcy Clerk, Court or Judge (as those terms are defined in Bankruptcy Rule 9001), which affects the Debtors, or property of the Debtors or proceeds thereof, or Wilmington Trust.

PLEASE TAKE FURTHER NOTICE that this notice of appearance and any subsequent appearance, pleading, claim, or suit is not intended nor shall be deemed to waive any right: (1) to have an Article III judge adjudicate in the first instance any case, proceeding, matter, or controversy as to which a bankruptcy judge may not enter a final order or judgment consistent with Article III of the United States Constitution; (2) to have final orders in any non-core case, proceeding, matter, or controversy entered only after an opportunity to object to proposed findings of fact and conclusions of law and a *de novo* review by a district court judge; (3) to trial by jury in any case, proceeding, matter, or controversy so triable; (4) to have the reference withdrawn by the United States District Court in any case, proceeding, matter, or controversy subject to mandatory or discretionary withdrawal; or (5) any other rights, claims, actions, defenses, setoffs, or recoupments to which Wilmington Trust or any other person is or may be entitled under agreements, in law, or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments expressly are hereby reserved.

Dated: April 22, 2016
New York, New York

WILMER CUTLER PICKERING
HALE AND DORR LLP

/s/ Andrew Goldman

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